

LEWIS  
ANDROCA  
LLP

L A W Y E R S

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Attorneys for Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA**

**In Re:**

**USA Commercial Mortgage Company  
06-10725 – Lead Case**

**USA Capital Realty Advisors, LLC  
06-10726**

**USA Capital Diversified Trust Deed Fund,  
LLC  
06-10728**

**USA Capital First Trust Deed Fund, LLC  
06-10728**

**USA Securities, LLC  
06-10729**

**Debtors.**

Jointly Administered

Chapter 11 Cases

Judge Linda B. Riegler Presiding

**Affecting:**

.. All Cases

**or Only:**

× USA Commercial Mortgage Company

.. USA Capital Realty Advisors, LLC

.. USA Capital Diversified Trust Deed Fund, LLC

.. USA Capital First Trust Deed Fund, LLC

**DECLARATION OF ROB CHARLES IN SUPPORT OF LEWIS AND ROCA'S  
SECOND AND FINAL APPLICATION FOR ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED AS  
ATTORNEYS FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
OF USA COMMERCIAL MORTGAGE COMPANY**

I, Rob Charles, hereby declare:

1. The following facts are personally known to me, and if called to do so, I could and would competently testify thereto.

2. I am a partner with the law firm of Lewis and Roca LLP ("Lewis and Roca"), attorneys for the Official Committee of Unsecured Creditors of USA Commercial

LEWIS  
AND  
ROCA  
LLP  
LAWYERS

1 Mortgage Company (the “Committee”) and I make this declaration in support of Lewis  
2 and Roca’s Second and Final Application for Allowance of Compensation and  
3 Reimbursement of Expenses Incurred as Attorneys for Official Committee of Unsecured  
4 Creditors (the “Application”).

5 3. I have personally reviewed the information contained in the Application and  
6 the same is true and correct to the best of my knowledge, information and belief.

7 4. Lewis and Roca served its monthly invoices upon the Committee. The  
8 Committee ceased to exist upon the Effective Date of the confirmed Plan of  
9 Reorganization.

10 5. Lewis and Roca bills for expenses, including in-house photocopies (20¢ per  
11 page); outgoing facsimiles (\$1 per page); messenger service (actual cost when outside  
12 messenger service is required on an emergency or out of area basis); postage (actual  
13 costs); long distance telephone (actual costs); and third party expenses (including court  
14 reporter fees, cost of tapes and transcripts, outside copying service, filing fees and meals);  
15 and Westlaw, Lexis (at the unit-rate charged by the vendors).

16 6. The chronological list of fees and expenses incurred through March 12, 2007  
17 2006 attached to the Application as Exhibit 1 is a true and accurate compilation of the  
18 invoices that are maintained by Lewis and Roca in the ordinary course of business.

19 7. I have personally reviewed and edited the bill in this matter, and it represents  
20 true and correct charges to the best of my knowledge, information and belief.

21 DATED April 26, 2007.

22 **LEWIS AND ROCA LLP**

23  
24 By: /s/ RC (#0006593)

25 Susan M. Freeman

26 Rob Charles

*Attorneys for the Official Unsecured Creditors’  
Committee for USA Commercial Mortgage  
Company*